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Board of Governors of the Federal Reserve System

RSSD ID: 1069778



Parent Company Only Financial Statements for Large Bank Holding Companies—FR Y-9LP

Report at the close of business as of the last calendar day of the quarter

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. § 1844) and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)).

This report form is to be filed by the parent company of large bank holding companies. For purposes of this report, large bank holding companies are bank holding companies with total consolidated assets of \$500 million or more, or bank holding companies

that meet certain criteria, regardless of size. When such bank holding companies are tiered bank holding companies, separate reports are also to be filed by each of the subsidiary bank holding companies. The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

NOTE: *The Parent Company Only Financial Statements for Large Bank Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting bank holding company (or by the individual performing this equivalent function).*

I, the undersigned CFO (or equivalent) of the named bank holding company, attest that the Parent Company Only Financial Statements for Large Bank Holding Companies for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Date of Report: **September 30, 2012**

Month / Day / Year (BHCP 9999)

Printed Name of Chief Financial Officer (or Equivalent) (BHCP C490)

Signature of Chief Financial Officer (or Equivalent)

Date of Signature (MM/DD/YYYY) (BHPX J196)

PNC FINANCIAL SERVICES GROUP, INC., THE

Legal Title of Bank Holding Company (TEXT 9010)

249 FIFTH AVENUE

(Mailing Address of the Bank Holding Company) Street / P.O. Box (TEXT 9110)

PITTSBURGH PA 15222

City (TEXT 9130)

State (TEXT 9200)

Zip Code (TEXT 9220)

Bank holding companies must maintain in their files a manually signed and attested printout of the data submitted.

Person to whom questions about this report should be directed:

Name / Title (BHPX 8901)

Area Code / Phone Number (BHPX 8902)

Area Code / FAX Number (BHPX 9116)

E-mail Address of Contact (BHPX 4086)

For Federal Reserve Bank Use Only

RSSD ID _____
C.I. _____ S.F. _____

Name of Bank Holding Company

For Federal Reserve Bank Use Only

RSSD ID

C.I. S.F.

RSSD ID:

1069778

Schedule PI—Parent Company Only Income Statement

Report at the close of business 20120930

MM / DD / YYYY

Report the Income Statement on a calendar year-to-date basis.

Dollar Amounts in Thousands

	BHCP			
1. Operating Income:				
a. Income from bank subsidiaries and associated banks, excluding equity in undistributed income:				
(1) Dividends	0508		26606	1.a.(1)
(2) Interest.....	0512		0	1.a.(2)
(3) Management and service fees	0515		0	1.a.(3)
(4) Other	0518		0	1.a.(4)
(5) Total (sum of items 1.a(1) through 1.a(4))	0520		26606	1.a.(5)
b. Income from nonbank subsidiaries and associated nonbank companies, excluding equity in undistributed income:				
(1) Dividends	1275		70427	1.b.(1)
(2) Interest.....	1276		0	1.b.(2)
(3) Management and service fees	1277		20386	1.b.(3)
(4) Other	1278		0	1.b.(4)
(5) Total (sum of items 1.b(1) through 1.b(4))	1279		90813	1.b.(5)
c. (This item is to be completed only by bank holding companies that have subsidiary bank holding companies or associated bank holding companies.)				
Income from subsidiary bank holding companies and associated bank holding companies, excluding equity in undistributed income:				
(1) Dividends	0206		1875000	1.c.(1)
(2) Interest.....	0207		223	1.c.(2)
(3) Management and service fees	0208		552726	1.c.(3)
(4) Other	0209		0	1.c.(4)
(5) Total (sum of items 1.c(1) through 1.c(4)).....	0210		2427949	1.c.(5)
d. Securities gains/(losses).....	4091		0	1.d.
e. All other operating income	0447		19719	1.e.
f. Total operating income (sum of items 1.a(5), 1.b(5), 1.c(5), 1.d, and 1.e)	4000		2565087	1. f.
2. Operating expense:				
a. Salaries and employee benefits	4135		279170	2.a.
b. Interest expense	4073		67814	2.b.
c. Provision for loan and lease losses	4230		0	2.c.
d. All other expenses	0522		713426	2.d.
e. Total operating expense (sum of items 2.a through 2.d).....	4130		1060410	2.e.
3. Income (loss) before taxes and undistributed income (item 1.f minus item 2.e).....	4250		1504677	3.
4. Applicable income taxes	4302		-146712	4.
5. Extraordinary items, net of tax effect.....	4320		0	5.
6. Income (loss) before undistributed income of subsidiaries and associated companies (sum of items 3 and 5 minus item 4).....	0496		1651389	6.
7. Equity in undistributed income (losses) of subsidiaries and associated companies:				
a. Bank	3156		0	7.a.
b. Nonbank	3147		161640	7.b.
c. Subsidiary bank holding companies	3513		482035	7.c.
8. Net Income (loss) (sum of items 6, 7.a, 7.b, and 7.c)	4340		2295064	8.

Schedule PI—Continued**Memoranda**

Dollar Amounts in Thousands

	BHCP			
1. Noncash items included in operating expense	4647		62107	M.1.
2. Loan and lease financing receivables charged-off	4635		0	M.2.
3. Loan and lease financing receivables recoveries	4605		0	M.3.
4. Interest expense paid to special-purpose subsidiaries that issued trust preferred securities (included in item 2.d above).....	C254		98521	M.4.
<i>Memorandum item 5 is to be completed by bank holding companies that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option.</i>				
5. Net change in fair values of financial instruments accounted for under a fair value option	J980		0	M.5.

Schedule PI-A—Cash Flow Statement

Dollar Amounts in Thousands		BHCP			
Part I. Cash Flows from Operating Activities:					
1. Net income (loss) (must equal Schedule PI, item 8).....	4340		2295064		1.
2. Adjustments to reconcile net income to net cash provided by operating activities:	BHCP				
a. Provision for deferred income taxes.....	3611		-108707		2.a.
b. (Gain) or loss on sales of assets.....	3612		0		2.b.
c. Equity in undistributed (earnings) losses of subsidiaries.....	3613		-643675		2.c.
d. Equity in extraordinary items of subsidiaries.....	3614		0		2.d.
e. Net change in other liabilities.....	3615		-163506		2.e.
f. Net change in other assets.....	3616		299018		2.f.
g. Other, net.....	3617		35219		2.g.
h. Total adjustments (sum of items 2.a through 2.g).....	3618		-581651		2.h.
3. Net cash provided (used) by operating activities (sum of Part I, items 1 and 2.h).....	3619		1713413		3.
Part II. Cash Flows from Investing Activities:					
1. Purchases of held-to-maturity and available-for-sale securities.....	6552		0		1.
2. Sales and maturities of held-to-maturity and available-for-sale securities.....	6567		0		2.
3. Payments for investments in and advances to subsidiaries.....	6571		0		3.
4. Sale or repayment of investments in and advances to subsidiaries.....	6573		0		4.
5. Outlays for business acquisitions.....	F737		3431829		5.
6. Proceeds from business divestitures.....	F817		0		6.
7. Other, net.....	6588		-35426		7.
8. Net cash provided (used) by investing activities (sum of Part II, items 2, 4, 6, and 7 minus items 1, 3, and 5).....	6589		-3467255		8.
Part III. Cash Flows from Financing Activities:					
1. Net change in purchased funds and other short-term borrowings.....	F818		0		1.
2. Not applicable.....					
3. Proceeds from advances from subsidiaries.....	6592		7733250		3.
4. Repayment of advances from subsidiaries.....	6596		5610500		4.
5. Proceeds from issuance of long-term debt.....	6600		0		5.
6. Repayment of long-term debt.....	6604		1541739		6.
7. Proceeds from issuance of common stock.....	6607		146616		7.
8. Payment to repurchase common stock.....	8518		160170		8.
9. Proceeds from issuance of preferred stock.....	6619		1916654		9.
10. Payment to repurchase preferred stock.....	6741		0		10.
11. Dividends paid.....	6742		733220		11.
12. Other, net.....	6743		0		12.
13. Net cash provided (used) by financing activities (sum of Part III, items 1, 3, 5, 7, 9, and 12 minus items 4, 6, 8, 10, and 11).....	6744		1750891		13.
Part IV. Cash and Cash Equivalents:					
1. Net (decrease) increase in cash and cash equivalents (sum of Part I, item 3, Part II, item 8, and Part III, item 13).....	6758		-2951		1.
2. Cash and cash equivalents at beginning of year.....	6773		408299		2.
3. Cash and cash equivalents, current year-to-date (sum of Part IV, items 1 and 2).....	6775		405348		3.

Schedule PC—Parent Company Only Balance Sheet

Dollar Amounts in Thousands

	BHCP				
Assets					
1. Cash and balances due from depository institutions:					
a. Balances with subsidiary or affiliated depository institutions	5993			404182	1.a.
b. Balances with unrelated depository institutions	0010			1166	1.b.
2. Securities:					
a. U.S. Treasury securities	0400			0	2.a.
b. Securities of U.S. Government agencies and corporations and securities issued by states and political subdivisions	6791			0	2.b.
c. Other debt and equity securities	1299			89	2.c.
3. Securities purchased under agreements to resell	0277			0	3.
4. Loans and lease financing receivables:					
a. Loans:					
(1) To U.S. addressees (domicile)	0362			0	4.a.(1)
(2) To non-U.S. addressees (domicile)	0363			0	4.a.(2)
b. LESS: Unearned income on loans	2123			0	4.b.
c. Loans, net of unearned income (sum of items 4.a(1) and 4.a(2) minus item 4.b)	0364			0	4.c.
d. Lease financing receivables, net of unearned income	2165			0	4.d.
e. LESS: Allowance for loan and lease losses	3123			0	4.e.
f. Loans and leases, net of unearned income and allowance for loan and lease losses (sum of items 4.c and 4.d minus item 4.e)	2125			0	4. f.
5. Investments in and receivables due from subsidiaries and associated companies (from Schedule PC-A, item 4)	0365			42579865	5.
6. Premises and fixed assets (including capitalized leases)	2145			171127	6.
7. Intangible assets (other than reported in item 5 above):					
a. Goodwill	3163			0	7.a.
b. Mortgage servicing assets	3164			0	7.b.
c. Other identifiable intangibles	3165			0	7.c.
8. Other assets	2160			1164553	8.
9. Balances due from related institutions, other than investments:					
a. Related banks	3602			0	9.a.
b. Related nonbank companies	3603			0	9.b.
c. Related bank holding companies	3604			0	9.c.
10. TOTAL ASSETS (sum of items 1.a through 3, and 4.f through 9.c above)	2170			44320982	10.

Schedule PC—Continued

Dollar Amounts in Thousands

	BHCP				
Liabilities and Equity Capital					
11. Deposits	2200			0	11.
12. Securities sold under agreements to repurchase	0279			0	12.
13. Borrowings with a remaining maturity of one year or less:					
a. Commercial paper	2309			0	13.a.
b. Other borrowings	2332			0	13.b.
14. Other borrowed money with a remaining maturity of more than one year	0368			388047	14.
15. Not applicable					
16. Subordinated notes and debentures ¹	4062			931378	16.
17. Other liabilities	2930			620906	17.
18. Balances due to subsidiaries and related institutions:					
a. Subsidiary banks	3605			0	18.a.
b. Nonbank subsidiaries	3606			3542501	18.b.
c. Related bank holding companies	3607			155380	18.c.
19. Not applicable					
20. Equity Capital:					
a. Perpetual preferred stock (including related surplus)	3283			3559440	20.a.
b. Common stock (par value)	3230			2688772	20.b.
c. Surplus (exclude all surplus related to preferred stock)	3240			12247534	20.c.
d. Retained earnings	3247			19813247	20.d.
e. Accumulated other comprehensive income ²	B530			991095	20.e.
f. Other equity capital components ³	A130			-617318	20.f.
g. Not applicable					
h. TOTAL EQUITY CAPITAL (sum of items 20.a through 20.f)	3210			38682770	20.h.
21. TOTAL LIABILITIES AND EQUITY CAPITAL (sum of items 11 through 20)	3300			44320982	21.
Memoranda					
<i>Memoranda items 1.a and 1.b are to be completed by bank holding companies that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option.</i>					
1. Financial assets and liabilities measured at fair value:					
a. Total assets	F819			0	M.1.a.
b. Total liabilities	F820			0	M.1.b.

1. Includes limited-life preferred stock and related surplus.

2. Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.

3. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule PC-A—Investments in Subsidiaries and Associated Companies

Dollar Amounts in Thousands		BHCP			
1. a. Equity investments in bank subsidiaries and associated banks:					
(1) Common and preferred stock (net of amount reported in item 1.a(2))	3239		550000		1.a.(1)
(2) Intangible assets:					
(a) Goodwill	3238		0		1.a.(2)(a)
(b) Other identifiable intangibles	4485		0		1.a.(2)(b)
b. Nonequity investments in and receivables due from bank subsidiaries and associated banks:					
(1) Loans, advances, notes, bonds, and debentures	0533		0		1.b.(1)
(2) Other receivables	0534		0		1.b.(2)
2. a. Equity investments in nonbank subsidiaries and associated nonbank companies:					
(1) Common and preferred stock (net of amount reported in items 2.a(2))	1273		2150411		2.a.(1)
(2) Intangible assets:					
(a) Goodwill	0087		0		2.a.(2)(a)
(b) Other identifiable intangibles	0536		0		2.a.(2)(b)
b. Nonequity investments in and receivables due from nonbank subsidiaries and associated nonbank companies:					
(1) Loans, advances, notes, bonds, and debentures	0537		0		2.b.(1)
(2) Other receivables	0538		43		2.b.(2)
3. <i>(This item is to be completed only by bank holding companies that have subsidiary bank holding companies or associated bank holding companies.)</i>					
a. Equity investments in subsidiary bank holding companies and associated bank holding companies:					
(1) Common and preferred stock (net of amount reported in Item 3.a(2))	0201		39856516		3.a.(1)
(2) Intangible assets:					
(a) Goodwill	0202		0		3.a.(2)(a)
(b) Other identifiable intangibles	0203		0		3.a.(2)(b)
b. Nonequity investments in and receivables due from subsidiary bank holding companies and associated bank holding companies:					
(1) Loans, advances, notes, bonds, and debentures	0204		0		3.b.(1)
(2) Other receivables	0205		22895		3.b.(2)
	BHPA				
4. TOTAL (sum of items 1 through 3) (must equal Schedule PC, item 5)	0365		42579865		4.

Schedule PC-B—Memoranda

Dollar Amounts in Thousands

	BHCP				
1. Amount of assets scheduled to mature within one year (including contractual payments to be repaid within one year).....	0543		836852		1.
2. Amount of borrowings included in Schedule PC, items 16 and 18 that is scheduled to mature within one year (exclude short-term debt)	3409		0		2.
3. Amount of liabilities (other than borrowings) scheduled to mature within one year (including any contractual payments to be repaid within one year)	3609		354122		3.
4. Amount of borrowings from unaffiliated parties guaranteed by the parent with respect to the following subsidiaries:					
a. Bank	0540		0		4.a.
b. Nonbank	0541		9402963		4.b.
c. Related bank holding companies	0542		0		4.c.
5. Borrowing by the parent from subsidiaries and associated companies (included in Schedule PC, item 18):					
a. Bank	0467		0		5.a.
b. Nonbank	1274		3523962		5.b.
c. Related bank holding companies	0539		149750		5.c.
6. Long-term debt that reprices within one year	3298		0		6.
7. Loans and lease financing receivables of the parent:					
a. Past due 90 days or more and still accruing	1407		0		7.a.
b. Nonaccrual status	1403		0		7.b.
8. Loans of the parent restructured in troubled debt restructurings that are in compliance with their modified terms	K297		0		8.
9. Not applicable					
10. Pledged securities ¹	0416		0		10.
11. a. Fair value of securities classified as available-for-sale in Schedule PC, items 2.a through 2.c	8516		89		11.a.
b. Amortized cost of securities classified as held-to-maturity in Schedule PC, items 2.a through 2.c	8517		0		11.b.
12. Balances held by subsidiary banks of the bank holding company due from:					
a. Other bank subsidiaries of the bank holding company	6792		0		12.a.
b. Nonbank subsidiaries of the bank holding company	6793		2313164		12.b.
13. Balances held by subsidiary banks of the bank holding company due to:					
a. Other bank subsidiaries of the bank holding company	6794		0		13.a.
b. Nonbank subsidiaries of the bank holding company	6795		6314778		13.b.
14. Bank holding company (parent company only) borrowings not held by financial institutions or by insiders (including directors) and their interests	3152		1319425		14.
15. (To be completed only by the top-tier bank holding company for its consolidated nonbank and thrift subsidiaries.)					
a. Total combined nonbank assets of nonbank subsidiaries	4778		14302361		15.a.
b. Total combined loans and leases of nonbank subsidiaries	C427		4175220		15.b.
c. Total aggregate operating revenue of nonbank subsidiaries	C428		660969		15.c.
d. Combined thrift assets included in 15.a	2792				15.d.
e. Combined foreign nonbank subsidiary assets included in 15.a	2793		119018		15.e.
	Number (Unrounded)				
f. Number of nonbank subsidiaries included in 15.a	2794		83		15.f.
g. Number of thrift subsidiaries included in 15.d	2796				15.g.
h. Number of foreign nonbank subsidiaries included in 15.e	2831		3		15.h.
16. Notes payable to special-purpose subsidiaries that issued trust preferred securities (included in Schedule PC, item 18.b and item 5.b above)	C255		776462		16.

1. Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.

Notes to the Parent Company Only Financial Statements

Enter in the lines provided below any additional information on specific line items on the financial statements that the bank holding company wishes to explain, that has been separately disclosed in the bank holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC).

Also include any transactions which previously would have appeared as footnotes to Schedules PI through PC-B.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

Example

A parent bank holding company has guaranteed a new loan for its leveraged Employee Stock Ownership Plan (ESOP) for \$500 thousand and that amount has increased the parent company's long-term unsecured debt by a material amount. Enter on the line item below the following information:

TEXT	BHCP			
0000 Sch. PC, item 14, New loan to holding company's ESOP guaranteed				
by bank holding company parent				
	0000			500

Notes to the Financial Statements

	TEXT	Dollar Amounts in Thousands	BHCP				
1.	5485						
			5485			0	1.
2.	5486						
			5486			0	2.
3.	5487						
			5487			0	3.
4.	5488						
			5488			0	4.
5.	5489						
			5489			0	5.